

Form 210A (10/06)

United States Bankruptcy Court
Southern District Of New York

In re Lehman Brothers Holdings Inc., et al.

Case No. 08-13555 (SCC)
(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee

Deutsche Bank AG, London Branch

Name of Transferor

Serengeti Opportunities MM L.P.

Name and Address where notices to transferee should be sent:

Deutsche Bank AG, London Branch
Winchester House, 1 Great Winchester Street
London EC2N 2DB
Tel: +44 20 7547 2400
Fax: +44 113 336 2010
Attention: Michael Sutton
E-mail: Michael.sutton@db.com

Court Claim # and Date Claim Filed:

- (i) 40531 – October 15, 2009
- (ii) 63595 – November 2, 2009
- (iii) 63653 – November 2, 2009
- (iv) 63654 – November 2, 2009
- (v) 63661 – November 2, 2009
- (vi) 63653 – November 2, 2009
- (vii) 67115 – October 4, 2010
- (viii) 67116 – October 4, 2010
- (ix) 67115 – October 4, 2010
- (x) 67116 – October 4, 2010
- (xi) 46978 – October 26, 2009

Amount of Claim (transferred):

- (i) EUR 1,062,000.00 in principal amount of ISIN XS0283497005 (plus all interest, costs and fees relating to this claim)
- (ii) EUR 4,000,000.00 in principal amount of ISIN XS0283497005 (plus all interest, costs and fees relating to this claim)
- (iii) EUR 1,260,000.00 in principal amount of ISIN XS0306251967 (plus all interest, costs and fees relating to this claim)
- (iv) EUR 936,000.00 in principal amount of ISIN XS0306251967 (plus all interest, costs and fees relating to this claim)
- (v) EUR 1,404,000.00 in principal amount of ISIN XS0306251967 (plus all interest, costs and fees relating to this claim)
- (vi) EUR 564,000.00 in principal amount of ISIN XS0270984957 (plus all interest, costs and fees relating to this claim)
- (vii) EUR 219,780.00 in principal amount of ISIN XS0246082043 (plus all interest, costs and fees relating to this claim)
- (viii) EUR 102,220.00 in principal amount of ISIN XS0246082043 (plus all interest, costs and fees relating to this claim)

- (ix) EUR 275,132.00 in principal amount of ISIN XS0262353831 (plus all interest, costs and fees relating to this claim)
- (x) EUR 128,868.00 in principal amount of ISIN XS0262353831 (plus all interest, costs and fees relating to this claim)
- (xi) EUR 7,450,000.00 in principal amount of ISIN XS0280725978 (plus all interest, costs and fees relating to this claim)

Tel: N/A

Last Four Digits of Acct. #: N/A

Last Four Digits of Acct. #: N/A

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

Date: 29 Oct 2015

Transferee/Transferee's Agent

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

Alex Darbyshire
Vice President

Duncan Robertson
Managing Director

PROGRAM SECURITY

AGREEMENT AND EVIDENCE OF TRANSFER OF CLAIM
LEHMAN PROGRAM SECURITY

TO: THE DEBTOR AND THE BANKRUPTCY COURT

1. For value received, the adequacy and sufficiency of which are hereby acknowledged, Serengeti Opportunities MM L.P. ("Seller") hereby unconditionally and irrevocably sells, transfers and assigns to Deutsche Bank AG, London Branch (the "Purchaser"), and Purchaser hereby agrees to purchase, as of the date hereof, (a) an undivided interest, to the extent of the applicable amounts specified in Schedule 1 hereto, in Seller's right, title and interest in and to the Proof of Claim Numbers set forth on Schedule 1 filed by or on behalf of Seller or Seller's predecessor-in-title (copies of which are attached at Schedule 4 hereto) (the "Proofs of Claim") as is specified in Schedule 1 hereto (the "Purchased Portion") against Lehman Brothers Holdings, Inc., as guarantor of the Purchased Securities (as defined below) and debtor in proceedings for reorganization (the "Proceedings") in the United States Bankruptcy Court for the Southern District of New York (the "Court"), administered under Case No. 08-13555 (the "Debtor"), (b) all rights and benefits of Seller relating to the Purchased Portion, including without limitation (i) any right to receive cash, securities, instruments, interest, damages, penalties, fees or other property, which may be paid or distributed with respect to the Purchased Portion or with respect to any of the documents, agreements, bills and/or other documents (whether now existing or hereafter arising) which evidence, create and/or give rise to or affect in any material way the Purchased Portion, whether under a plan or reorganization or liquidation, pursuant to a liquidation, or otherwise, (ii) any actions, claims (including, without limitation, "claims" as defined in Section 101(5) of Title 11 of the United States Code (the "Bankruptcy Code")), rights or lawsuits of any nature whatsoever, whether against the Debtor or any other party, arising out of or in connection with the Purchased Portion, (iii) any rights and benefits arising out of or in connection with any exhibit, attachment and/or supporting documentation relating to the Purchased Portion, and (iv) any and all of Seller's right, title and interest in, to and under the transfer agreements, if any, under which Seller or any prior seller acquired the rights and obligations underlying or constituting a part of the Purchased Portion, but only to the extent related to the Purchased Portion, (c) any and all proceeds of any of the foregoing (collectively, as described in clauses (a), (b), and (c), the "Transferred Claims"), and (d) the security or securities (any such securities, the "Purchased Securities") relating to the Purchased Portion and specified in Schedule 1 attached hereto. For the avoidance of doubt, Purchaser does not assume and shall not be responsible for any obligations or liabilities of the Seller related to or in connection with the Transferred Claims or the Proceedings.

2. Seller hereby represents and warrants to Purchaser that: (a) the Proofs of Claim were duly and timely filed on or before 5:00 p.m. (prevailing Eastern Time) on November 2, 2009 in accordance with the Court's order setting the deadline for filing proofs of claim in respect of "Lehman Program Securities"; (b) the Proof of Claim relates to one or more securities expressly identified on the list designated "Lehman Programs Securities" available on <http://www.lehman-docket.com> as of July 17, 2009; (c) Seller owns and has good and marketable title to the Transferred Claims, free and clear of any and all liens, claims, set-off rights, security interests, participations, or encumbrances created or incurred by Seller or against Seller; (d) Seller is duly authorized and empowered to execute and perform its obligations under this Agreement and Evidence of Transfer; (e) the Proofs of Claim include the Purchased Portion specified in Schedule 1 attached hereto; (f) the Seller has not engaged in any acts, conduct or omissions, or had any relationship with the Debtor or its affiliates, that will result in Purchaser receiving in respect of the Transferred Claims proportionately less payments or distributions or less favorable treatment than other unsecured creditors; (g) the Transferred Claims are Class 5 Senior Third Party Guaranteed Claims; (h) on or around the dates set forth on Schedule 2, Seller or any affiliate of Seller received the distributions in the amounts set forth on Schedule 2 relating to the Transferred Claims; (i) on or about the dates set forth on Schedule 3, Seller or an affiliate of Seller received the distributions in the amounts set forth on Schedule 3 made by Lehman Brothers Treasury Co. B.V., with respect to the securities relating to the Transferred Claims; and (j) other than the distributions set out in Schedule 2 and Schedule 3, neither Seller nor any affiliate of Seller has received any distributions in respect of the Transferred Claims or the Purchased Securities.

3. Seller hereby waives any objection to the transfer of the Transferred Claims to Purchaser on the books and records of the Debtor and the Court, and hereby waives to the fullest extent permitted by law any notice or right to receive notice of a hearing pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law, and consents to the substitution of Seller by Purchaser for all purposes in the case, including, without limitation, for voting and distribution purposes with respect

to the Transferred Claims. Purchaser agrees to file a notice of transfer with the Court pursuant to Federal Rule of Bankruptcy Procedure 3001(e) including this Agreement and Evidence of Transfer of Claim. Seller acknowledges and understands, and hereby stipulates, that an order of the Court may be entered without further notice to Seller transferring to Purchaser the Transferred Claims, recognizing Purchaser as the sole owner and holder of the Transferred Claims, and directing that all payments or distributions of money or property in respect of the Transferred Claim be delivered or made to Purchaser.

4. All representations, warranties, covenants and indemnities shall survive the execution, delivery and performance of this Agreement and Evidence of Transfer of Claim and the transactions described herein. Seller Purchaser shall be entitled to transfer its rights hereunder without any notice to or the consent of Seller. Seller hereby agrees to indemnify, defend and hold Purchaser, its successors and assigns and its officers, directors, employees, agents and controlling persons harmless from and against any and all losses, claims, damages, costs, expenses and liabilities, including, without limitation, reasonable attorneys' fees and expenses, which result from Seller's breach of its representations and warranties made herein.

5. Seller shall promptly (but in any event no later than three (3) business days) remit any payments, distributions or proceeds received by Seller after the December 2, 2014 in respect of the Transferred Claims to Purchaser. Seller has transferred, or shall transfer as soon as practicable after the date hereof, to Purchaser each Purchased Security to such account, via Euroclear or Clearstream (or similar transfer method), as Purchaser may designate in writing to Seller. This Agreement and Evidence of Transfer supplements and does not supersede any confirmation, any other automatically generated documentation or any applicable rules of Euroclear or Clearstream (or similar transfer method) with respect to the purchase and sale of the Purchased Security.

6. Each of Seller and Purchaser agrees to (a) execute and deliver, or cause to be executed and delivered, all such other and further agreements, documents and instruments and (b) take or cause to be taken all such other and further actions as the other party may reasonably request to effectuate the intent and purposes, and carry out the terms, of this Agreement and Evidence of Transfer, including, without limitation, cooperating to ensure the timely and accurate filing of any amendment to the Proof of Claim.

7. Seller's and Purchaser's rights and obligations hereunder shall be governed by and interpreted and determined in accordance with the laws of the State of New York (without regard to any conflicts of law provision that would require the application of the law of any other jurisdiction). Seller and Purchaser each submit to the jurisdiction of the courts located in the County of New York in the State of New York. Each party hereto consents to service of process by certified mail at its address listed on the signature page below.

IN WITNESS WHEREOF, this AGREEMENT AND EVIDENCE OF TRANSFER OF CLAIM is
executed this 20 day of October 2015.

S+G

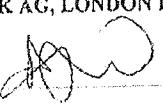
2015

SERENGETI OPPORTUNITIES MM L.P.

By: _____
Name: **Marc Baum**
Title: **Director**

c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
New York, NY 10012
Attn: Erin Finegan Rogers
T: 212-672-2248 | F: 212-672-2249
erogers@serengeti-am.com

DEUTSCHE BANK AG, LONDON BRANCH

By: _____ 
Name: **Michael Sutton**
Title: **Director**

Winchester House
1, Great Winchester Street
London EC2N 2DB
ENGLAND
Attn: Michael Sutton

Schedule 1

Transferred Claims

Lehman Programs, Securities and Purchased Portion to which Transfer Relates

ISIN / CUSIP	Blocking Number	Issuer	Guarantor	Principal /		ISIN / CCY	POC #	USD Allowed Amount
				National	Amount			
XS0283497005	1414702	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	1,062,000.00	EUR	40531	1,548,306.55	
	CA60326							
	CA60333							
	CA60320							
	CA60327	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	4,000,000.00	EUR	633595	5,831,663.08	
XS0283497005	CA60335	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	1,260,000.00	EUR	63353	1,788,073.27	
XS0306251967	6053277	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	936,000.00	EUR	63354	1,328,283.00	
XS0306251967	6053258	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	1,404,000.00	EUR	633651	1,992,424.50	
XS0306251967	6053258	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	564,000.00	EUR	633653	800,375.66	
XS0270984957	6053279	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	219,780.00	EUR	67115	315,705.39	
XS0246082043	9494574	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	102,220.00	EUR	67116	146,835.04	
XS0246082043	9494574	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	275,132.00	EUR	67115	390,819.20	
XS0262353831	9494605	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	128,868.00	EUR	67116	183,054.27	
XS0262353831	9494605	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	7,450,000.00	EUR	46978	8,791,103.60	
XS0280725978	CA81471	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.					

Schedule 2

LBH DISTRIBUTIONS

SIN / CUSIP	POC #	USD Allowed Amount	17-Apr-12	1-Oct-12	4-Apr-13	3-Oct-13	3-Apr-14	2-Oct-14	2-Apr-15	2-Oct-15
XS0283497005	40531	1,548,306.55	\$55,881.93	\$37,710.23	\$47,630.79	\$56,471.65	\$61,341.37	\$46,036.65	\$31,417.26	\$23,962.54
XS0283497005	63595	5,831,663.08	\$210,478.08	\$142,034.76	\$179,400.33	\$212,699.24	\$231,040.93	\$173,396.05	\$118,332.43	\$90,254.38
XS0306251967	63653	1,788,073.27	\$64,535.66	\$43,549.94	\$55,006.77	\$65,216.70	\$70,840.53	\$53,165.77	\$36,282.46	\$27,673.31
XS0306251967	63654	1,328,283.00	\$47,940.78	\$32,351.38	\$40,862.17	\$48,446.69	\$52,624.39	\$39,494.57	\$26,952.68	\$20,557.32
XS0306251967	63661	1,992,424.50	\$71,911.16	\$48,527.07	\$61,293.25	\$72,670.04	\$78,936.59	\$59,241.85	\$40,429.02	\$30,835.98
XS0270984957	63653	800,375.66	\$28,887.39	\$19,493.78	\$24,622.08	\$29,192.24	\$31,709.57	\$23,798.01	\$16,240.72	\$12,387.10
XS0246082043	67115	315,705.39	\$11,394.53	\$7,689.25	\$9,712.09	\$11,514.78	\$12,507.73	\$9,387.04	\$6,406.09	\$4,886.05
XS0246082043	67116	146,835.04	\$5,299.61	\$3,576.28	\$4,517.11	\$5,355.54	\$5,817.36	\$4,365.93	\$2,979.48	\$2,272.51
XS0262353831	67115	390,819.20	\$14,105.56	\$9,518.71	\$12,022.83	\$14,254.42	\$15,483.62	\$11,620.44	\$7,930.26	\$6,048.56
XS0262353831	67116	183,054.27	\$6,606.85	\$4,458.43	\$5,631.33	\$6,676.57	\$7,252.31	\$5,442.85	\$3,714.42	\$2,833.06
XS0280725978	46978	8,791,103.60	-	-	-	\$348,289.11	\$261,390.72	\$178,383.54	\$136,056.48	

Schedule 1 1

Schedule 2

LBT DISTRIBUTIONS

ISIN	ISIN CCY	Principal/ Notional Amount	LBT DISTRIBUTIONS				
			1st 5/8/13	2nd 10/24/13	3rd 4/28/14	4th 10/28/14	5th 4/28/15
XS0246082043	EUR	322,000.00	39,908.03	15,641.43	16,803.89	13,892.78	11,130.25
XS0262553831	EUR	404,000.00	49,577.91	19,431.41	20,875.49	17,259.06	13,826.90
XS0270984957	EUR	564,000.00	70,575.89	27,648.97	29,717.16	24,568.97	19,683.04
XS0280725978	EUR	7,450,000.00		285,557.90	306,776.10	253,635.25	203,198.75
XS0283497005	EUR	5,062,000.00	639,284.30	250,447.51	269,181.97	222,545.77	178,293.76
XS0306251967	EUR	3,600,000.00	435,611.55	170,654.40	183,420.00	151,645.91	121,489.20

Schedule 4

PROOFS OF CLAIM

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The questions on the Proof of Claim form include instructions for completing each question. The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing.

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured, reduced to judgment or not, liquidated or unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal or equitable

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the Claims Agent at the following address:

Lehman Brothers Holdings Claims Processing
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, PO Box 5076
New York, NY 10150- 5076

Lehman Programs Security

Any security included on the list designated "Lehman Programs Securities" available on <http://www.lehman-docket.com> as of July 17, 2009.

INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim, or you may access the Claims Agent's system (<http://www.lehman-docket.com>) to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

**ATTACHMENT TO PROOF OF CLAIM OF
ALLIANZ INVEST KAPITALANLAGEGESELLSCHAFT mbH
AGAINST LEHMAN BROTHERS HOLDINGS INC.**

1. Commencing on September 15, 2008 (the *Petition Date*) and periodically thereafter, Lehman Brothers Holdings Inc. (*LBHI*), and certain of its subsidiaries (LBHI, together with such subsidiaries, the *Debtors*), filed voluntary petitions (the *Chapter 11 Cases*) for relief under Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the *Bankruptcy Code*). The Chapter 11 Cases are being jointly administered under Chapter 11 Case No. 08-13555 (JMP) (Bankr. S.D.N.Y. 2008).
2. On July 2, 2009, the Bankruptcy Court entered that certain *Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 3003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form* [Docket No. 4271] (the *Bar Date Order*) which, among other things, establishes November 2, 2009 at 5:00 pm (ET) as the deadline (the *Bar Date*) for each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, trust and governmental unit) to file proofs of claim based on any Lehman Programs Security, as identified on the Debtors' website, against the Debtors (the *Securities Programs Bar Date*).
3. Allianz Invest Kapitalanlagegesellschaft mbH (the *Claimant*) accordingly files this Lehman Programs Securities Proof of Claim (the *Proof of Claim*) for various amounts owing to Claimant by LBHI in respect of Lehman Programs Securities held by Claimant in a proprietary capacity on Claimant's own behalf and/or in a custodial capacity on behalf of one or

more of Claimant's customers.¹ As of the filing of this Proof of Claim, Claimant is the record holder of or represents the record holder of the following Lehman Programs Securities:²

International Securities Identification Number (ISIN)	Depository Blocking Reference Number	Depository Participant Account Number	Principal Component	Interest Component (up to and including September 15, 2008)	Amount of Claim
XS0213899510	1414704	97816	\$1,415,100.00	\$29,620.18	\$1,444,720.18
XS0224346592	1414697	97816	\$2,830,200.00	\$23,337.83	\$2,853,537.83
XS0224346592	1414697	97816	\$1,415,100.00	\$11,668.91	\$1,426,768.91
XS0224346592	1414697	97816	\$707,550.00	\$5,834.46	\$713,384.46
XS0252834576	1414706	97816	\$707,550.00	\$10,312.78	\$717,862.78
XS0252834576	1414706	97816	\$1,415,100.00	\$20,935.73	\$1,436,035.73
XS0252835110	1414708	97816	\$1,415,100.00	\$9,132.66	\$1,424,232.66
XS0282937985	1414707	97816	\$1,415,100.00	\$8,490.13	\$1,423,590.13
XS0282937985	1414707	97816	\$2,830,200.00	\$16,980.25	\$2,847,180.25
XS0283497005	1414702	97816	\$2,476,425.00	\$69,108.26	\$2,545,533.26
XS0300055547	1414703	97816	\$2,830,200.00	\$15,720.03	\$2,845,920.03
XS0326006540	1414700	97816	\$1,415,100.00	\$69,619.24	\$1,484,719.24
XS0341721453	4663901	97816	\$28,302,000.00	-	\$28,302,000
XS0304145351	1423635	97816	\$7,075,500.00	-	\$7,075,500
Total:			\$56,250,225.00	\$290,760.47	\$56,540,985.47

4. Claimant is the record holder or representative of the record holder of Lehman Programs Securities in the aggregate principal amount of USD 56,250,225.00 and aggregate accrued and unpaid interest amount or other return (up to and including September 15, 2008) of USD 290,760.47. LBHI either issued, or guaranteed the full and punctual payment of all obligations related to, the Lehman Programs Securities. Accordingly, LBHI remains liable to Claimant for no less than **USD 56,540,985.47** (the *Lehman Programs Securities Claim*). The

¹ The Bar Date Order provides "claims based on any Lehman Programs Security shall not be disallowed on the ground that such claims were not filed by the proper party or an authorized agent, as contemplated by Bankruptcy Rule 3001(b)." Bar Date Order at p. 14.

² The Bar Date Order provides "persons or entities that file claims based on any Lehman Programs Security are not required to attach or submit any documentation supporting any claim based on such Lehman Programs Security." Bar Date Order at p. 14.

foregoing amounts have been converted from EUR to US dollars using the exchange rate prevailing on the Petition Date.

5. Claimant has filed this Proof of Claim under compulsion of the Bar Date Order and to protect the Claimant from forfeiture of Claimant's claims against the Debtors by reason of the Securities Programs Bar Date. Claimant reserves the right to amend and/or supplement this Proof of Claim at any time, including after any bar date, in any manner, and/or to file additional proofs of claim for any additional claims which may be based on the same or additional documents or grounds of liability.

6. The filing of this Proof of Claim shall be without prejudice to any previous, contemporaneous or future claims made by or on behalf of Claimant or any of its affiliates against LBHI or any of its affiliates in this or any other proceeding, including, without limitation, any proofs of claim that may be filed against Lehman Brothers Treasury Co. B.V., Lehman Brothers Securities N.V., or any other entity which issued Lehman Programs Securities.

7. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time to restate the amount of the Lehman Programs Securities Claim based on the method ultimately used to value the Lehman Programs Securities referenced herein, including, without limitation, the ultimate determination of the applicable interest or coupon rate, or other return, or the principal-protected amount, on any Lehman Programs Security. Additionally, nothing contained in this Proof of Claim shall prejudice or limit Claimant's right to receive any distribution with respect to the Lehman Programs Securities Claim based on any valuation method that is ultimately used to value any Lehman Programs Security.

8. Claimant hereby expressly reserves the right to amend and/or supplement this Proof of Claim at any time and in any manner, including without limitation to assert: (a) claims for interest, fees, penalties, charges, attorneys' fees and expenses accrued before or after the Petition Date; (b) claims for any future distributions or rights to distributions arising from any of the securities identified herein (*e.g.*, dividends, coupons, warrants, etc.); and (c) any claims arising from the successful prosecution or settlement (if any) of any avoidance causes of action (or any other cause of action seeking recovery of payments made to, or setoffs or nettings effectuated by, Claimant) against Claimant whether or not related to or arising from the transactions and agreements set forth herein. Claimant further reserves the right to file additional proofs of claim or applications for allowance of administrative expenses or other priority status in this or any other proceeding arising from or related to the claims described herein, including for treatment as provided in Section 503(b) of the Bankruptcy Code.

9. Without limiting the rights otherwise asserted in this Proof of Claim, Claimant hereby preserves and reserves all rights of setoff against LBHI whether in respect of claims directly between Claimant and LBHI, claims between affiliates of Claimant and LBHI or claims between Claimant, or its affiliates, and affiliates of LBHI, including, without limitation, under Sections 362(b)(6), 362(b)(7), 362(b)(17), 362(b)(27), 553, 555, 556, 559, 560 and 561 of the Bankruptcy Code, under any agreement or other instrument, under applicable non-bankruptcy law or otherwise.

10. In executing and filing this Proof of Claim, Claimant does not waive (a) any obligation owed to Claimant under any of the contracts described herein or that may be attached as exhibits hereto, or (b) any past, present or future breaches of such contracts by the Debtors or

any of their affiliates. Claimant further does not waive (and this Proof of Claim shall not be deemed or construed to waive) any claims or right to assert any claims, or preserve any remedies, including setoff and recoupment, that Claimant has against any of the Debtors, Lehman Brothers Inc., Lehman Brothers International (Europe) or any other affiliates of the Debtors, whether arising from or related to transactions described herein or otherwise.

11. The filing of this Proof of Claim is not and shall not be deemed or construed as:

- (a) a waiver or release of Claimant's rights against any person, entity, or property, or a waiver of the right to compel the Debtors to return property of Claimant currently in the possession of the Debtors; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant;
- (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution;
- (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise;
- (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after *de novo* review by a United States District Court Judge or, if applicable, the Second Circuit Court of Appeals;
- (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case against or otherwise involving Claimant; or
- (g) an election of remedies.

12. All notices regarding this Proof of Claim should be sent to: Allianz Invest Kapitalanlagegesellschaft mbH, Hietzingerkai 101-105, 1130 Wien, Austria, Attention: Mag. Sabine Zecha, CRM, with copies to Freshfields Bruckhaus Deringer US LLP, 520 Madison Avenue, 34th Floor, New York, New York 10022, Telephone number: 212-277-4000, Attention: Jerome Ranawake and Harvey Dychiao.



POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, THAT **Allianz Invest Kapitalanlagegesellschaft** a corporation duly organized and validly existing under the laws of the Republic of Austria, registered in the company register of **Handelsgericht Wien, Marxergasse 1a, 1030 Vienna** under **FN 112114 z**, with corporate seat in **1013 Vienna, Austria** and business address at **Hietzinger Kai 101-105, 1013 Vienna, Austria** (the "Company"), represented by **Mag. Martin Maier** and **Dr. Josef Ortmair** as members of the management board, each with the power to represent the Company jointly with another member of the management board, the undersigned claimant in the bankruptcy cases styled **In re Lehman Brothers Holdings Inc., Case No. 08-13555 (JMP) (Jointly Administered)** (the "Bankruptcy Case") pending in the United States Bankruptcy Court for the Southern District of New York, hereby authorizes **Jerome Ranawake and Harvey Dychiao of Freshfields Bruckhaus Deringer US LLP**, acting jointly or singly, as attorneys in fact for the undersigned, with the full power of attorney to execute and/or file all proofs of claim, documents or court papers he may consider necessary or advisable in connection with the claims to be made in the Bankruptcy Case.

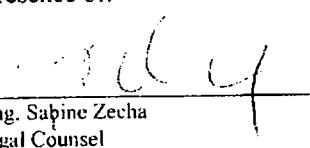
Allianz Invest Kapitalanlagegesellschaft further declares that this power of attorney is given for the purpose of vesting in the attorney in fact all authority required or desirable to be vested in an attorney in fact for the above-stated purpose and gives and grants the attorney in fact full and absolute power and authority to do all things necessary to be done in and about the premises.

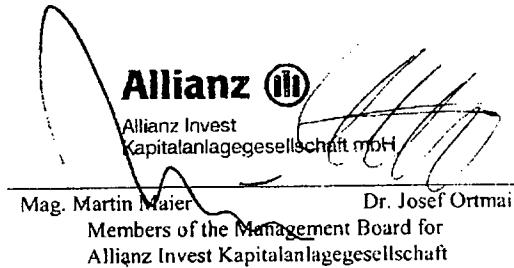


This Power of Attorney shall be construed in accordance with, and this Power of Attorney and all matters arising out of or relating in any way whatsoever to this Power of Attorney shall be governed by, the law of the State of New York.

IN WITNESS WHEREOF, the undersigned has hereunto set his Hand this 15 th day of October 2009.

Signed and Delivered
in the Presence of:


Name Mag. Sabine Zecha
Title Legal Counsel



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L. Rodriguez
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10/15/09
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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000046978



In Re: Chapter 11
Lehman Brothers Holdings Inc., et al., Case No. 08-13555 (JMP)
Debtors. (Jointly Administered)

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
CBA Vita SpA Via Vittor Pisani, 13 20124 Milano Italy Attn: Mr. Biagio Massi	Simmons & Simmons Via di San Basilio 72 00187 Rome Italy Attn: Mr. Andrea Suriano	Court Claim Number: _____ (If known)
Tel. No. +39 06 80 955 925	Email Address: andrea.suriano@simmons-simmons.com	Filed on: _____
Name and address where payment should be sent (if different from above)		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
CBA Vita SpA Via Vittor Pisani, 13 20124 Milano Italy Attn: Mr. Biagio Massi		

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Amount of Claim: \$40,926,600.00 See Attached Rider

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): XS0280725978 See Attached Rider

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and/or other depository blocking reference number: CA81471 See Attached Rider

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholder's Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number: 14699 See Attached Rider

5. **Consent to Euroclear Bank, Clearstream Bank or Other Depository:** By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

FILED / RECEIVED

OCT 26 2009

EPIC BANKRUPTCY SOLUTIONS, LLC

MILANO
08 Ottobre 2009

BIAGIO MASSI
AMMINISTRATORE DELEGATO
CBA VITA SPA

(Handwritten signature of Biagio Massi over the typed name and title)

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x
:
In re: : Chapter 11
:
LEHMAN BROTHERS HOLDINGS INC., *et al.* : Case No. 08-01355 (JMP)
:
Debtors. : (Jointly Administered)
----- x

**RIDER TO PROOF OF CLAIM OF
CBA VITA SPA**

CBA Vita SpA (the “Claimant”) files this proof of claim (the “Proof of Claim”) against Lehman Brothers Holdings Inc. (the “Debtor” or “LBHI”) in connection with the following:

1. On September 15, 2008 (the “Petition Date”), LBHI filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).
2. Claimant holds the following notes issued by Lehman Brothers Treasury Co. B.V. and guaranteed by LBHI: Eur 29,000,000 Zero Coupon Notes Due 2013 Guaranteed by Lehman Brothers Holdings Inc. Under the U.S. \$60,000,000,000 Euro Medium-Term Note Program (the “Notes”). The Notes are held in book entry form.
3. As of the Petition Date, the Debtor is indebted to the Claimant in the aggregate amount of \$40,926,600.00 for amounts¹ due and owing under the Notes, as follows:

ISIN	Blocking #	Clearstream Bank Acct. #	Principal Due	Interest Due	Total Due
XS0280725978	CA81471	14699	\$40,926,600.00	\$0	\$40,926,600.00

¹ The US Dollar amounts were determined using the exchange rate on the Petition Date of Euro 1 = \$1.431.

4. In addition, the Claimant asserts a claim for all other amounts payable under the Notes, including, but not limited to, fees and expenses of counsel; indemnification costs; other costs; contract damages arising from misrepresentations, defaults, and breaches of representations, warranties, and covenants; default rate interest; plus any and all other fees, expenses, charges, or amounts whether arising under federal or state law or under principles of equity or otherwise.

5. Claimant reserves the right to amend this Proof of Claim or this Rider as necessary or appropriate to amend, revise, increase, correct or state with greater specificity the amount, priority and/or details of the claims set forth herein and/or to include any and all other claims that Claimant may now have or may have in the future against the Debtor arising under, related to or in connection with the matters referred to herein, including without limitation the right: (i) to seek allowance of post-Petition Date interest; (ii) to supplement this Proof of Claim with additional information or supporting documentation and (iii) to seek such appropriate relief as may be required in connection with any of the claims described herein. Nothing contained herein shall be deemed a waiver of any rights, claims or defenses that Claimant has or may have.

6. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2),

and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after de novo review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in these cases against or otherwise involving Claimant; (g) an admission that any property received by the Claimant, or held by the Debtor or any person or entity, constitutes property of the Debtor's estate; (h) an election of remedies; or (i) a waiver of any past, present, or future defaults (or events of default) by the Debtor in connection with the Notes or otherwise. This Proof of Claim is made without prejudice to the filing by the Claimant of proofs of claim in respect of any other indebtedness, obligations, or liability whatsoever of the Debtor to the Claimant.

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000046978



In Re: Chapter 11
Lehman Brothers Holdings Inc., et al., Case No. 08-13555 (JMP)
Debtors. (Jointly Administered)

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
CBA Vita SpA Via Vittor Pisani, 13 20124 Milano Italy Attn: Mr. Biagio Massi	Simmons & Simmons Via di San Basilio 72 00187 Rome Italy Attn: Mr. Andrea Suriano	Court Claim Number: _____ (If known)
Tel. No. +39 06 80 955 925	Email Address: andrea.suriano@simmons-simmons.com	Filed on: _____
Name and address where payment should be sent (if different from above)		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
CBA Vita SpA Via Vittor Pisani, 13 20124 Milano Italy Attn: Mr. Biagio Massi		

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$40,926,600.00 See Attached Rider

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): XS0280725978 See Attached Rider

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

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Accountholder's Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number: 14699 See Attached Rider

5. **Consent to Euroclear Bank, Clearstream Bank or Other Depository:** By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

FILED / RECEIVED

OCT 26 2009

EPIC BANKRUPTCY SOLUTIONS, LLC

MILANO
08 Ottobre 2009

BIAGIO MASSI
AMMINISTRATORE DELEGATO
CBA VITA SPA

(Handwritten signature of Biagio Massi over the typed name and title)

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
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LEHMAN BROTHERS HOLDINGS INC., *et al.*, : Case No. 08-01355 (JMP)
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Debtors. : (Jointly Administered)
----- x

**RIDER TO PROOF OF CLAIM OF
CBA VITA SPA**

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1. On September 15, 2008 (the “Petition Date”), LBHI filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).
2. Claimant holds the following notes issued by Lehman Brothers Treasury Co. B.V. and guaranteed by LBHI: Eur 29,000,000 Zero Coupon Notes Due 2013 Guaranteed by Lehman Brothers Holdings Inc. Under the U.S. \$60,000,000,000 Euro Medium-Term Note Program (the “Notes”). The Notes are held in book entry form.
3. As of the Petition Date, the Debtor is indebted to the Claimant in the aggregate amount of \$40,926,600.00 for amounts¹ due and owing under the Notes, as follows:

ISIN	Blocking #	Clearstream Bank Acct. #	Principal Due	Interest Due	Total Due
XS0280725978	CA81471	14699	\$40,926,600.00	\$0	\$40,926,600.00

¹ The US Dollar amounts were determined using the exchange rate on the Petition Date of Euro 1 = \$1.431.

4. In addition, the Claimant asserts a claim for all other amounts payable under the Notes, including, but not limited to, fees and expenses of counsel; indemnification costs; other costs; contract damages arising from misrepresentations, defaults, and breaches of representations, warranties, and covenants; default rate interest; plus any and all other fees, expenses, charges, or amounts whether arising under federal or state law or under principles of equity or otherwise.

5. Claimant reserves the right to amend this Proof of Claim or this Rider as necessary or appropriate to amend, revise, increase, correct or state with greater specificity the amount, priority and/or details of the claims set forth herein and/or to include any and all other claims that Claimant may now have or may have in the future against the Debtor arising under, related to or in connection with the matters referred to herein, including without limitation the right: (i) to seek allowance of post-Petition Date interest; (ii) to supplement this Proof of Claim with additional information or supporting documentation and (iii) to seek such appropriate relief as may be required in connection with any of the claims described herein. Nothing contained herein shall be deemed a waiver of any rights, claims or defenses that Claimant has or may have.

6. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2),

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000046978



In Re: Chapter 11
Lehman Brothers Holdings Inc., et al., Case No. 08-13555 (JMP)
Debtors. (Jointly Administered)

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CBA Vita SpA Via Vittor Pisani, 13 20124 Milano Italy Attn: Mr. Biagio Massi	Simmons & Simmons Via di San Basilio 72 00187 Rome Italy Attn: Mr. Andrea Suriano	Court Claim Number: _____ (If known)
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In re: : Chapter 11
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LEHMAN BROTHERS HOLDINGS INC., *et al.*, : Case No. 08-01355 (JMP)
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Debtors. : (Jointly Administered)
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4. In addition, the Claimant asserts a claim for all other amounts payable under the Notes, including, but not limited to, fees and expenses of counsel; indemnification costs; other costs; contract damages arising from misrepresentations, defaults, and breaches of representations, warranties, and covenants; default rate interest; plus any and all other fees, expenses, charges, or amounts whether arising under federal or state law or under principles of equity or otherwise.

5. Claimant reserves the right to amend this Proof of Claim or this Rider as necessary or appropriate to amend, revise, increase, correct or state with greater specificity the amount, priority and/or details of the claims set forth herein and/or to include any and all other claims that Claimant may now have or may have in the future against the Debtor arising under, related to or in connection with the matters referred to herein, including without limitation the right: (i) to seek allowance of post-Petition Date interest; (ii) to supplement this Proof of Claim with additional information or supporting documentation and (iii) to seek such appropriate relief as may be required in connection with any of the claims described herein. Nothing contained herein shall be deemed a waiver of any rights, claims or defenses that Claimant has or may have.

6. The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release of Claimant's rights against any person, entity, or property; (b) a consent by Claimant to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving Claimant; (c) a waiver or release of Claimant's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2),

and whether such jury trial right is pursuant to statute or the United States Constitution; (d) a consent by Claimant to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157(e) or otherwise; (e) a waiver or release of Claimant's right to have any and all final orders in any and all non-core matters or proceedings entered only after de novo review by a United States District Court Judge; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in these cases against or otherwise involving Claimant; (g) an admission that any property received by the Claimant, or held by the Debtor or any person or entity, constitutes property of the Debtor's estate; (h) an election of remedies; or (i) a waiver of any past, present, or future defaults (or events of default) by the Debtor in connection with the Notes or otherwise. This Proof of Claim is made without prejudice to the filing by the Claimant of proofs of claim in respect of any other indebtedness, obligations, or liability whatsoever of the Debtor to the Claimant.

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United States Bankruptcy Court/Southern District of New York
 Lehman Brothers Holdings Claims Processing Center
 c/o Epiq Bankruptcy Solutions, LLC
 FDR Station, P.O. Box 5076
 New York, NY 10150-5076

**LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM**

In Re:
 Lehman Brothers Holdings Inc., et al.,
 Debtors.

Chapter 11
 Case No. 08-13555 (JMP)
 (Jointly Administered)

Filed: USBC - Southern District of New York
 Lehman Brothers Holdings Inc., Et Al.
 08-13555 (JMP) 0000063595



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

THIS SPACE IS FOR COURT USE ONLY

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

CNP Assurances
 Direction des Investissements
 Responsable Service Systèmes d'information et administration
 4 Place Raoul Dautry, 75716 Paris Cedex 15
 Attention: Antoine Fromenteze
 Telephone number: +33 (0)1 42 18 93 57 Email Address: antoine.fromenteze@cnp.fr

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
 (If known)

Filed on: _____

Name and address where payment should be sent (if different from above)

Telephone number: Email Address:

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ see attachment (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): see attachment (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

see attachment (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

see attachment (Required)

5. **Consent to Euroclear Bank, Clearstream Bank or Other Depository:** By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

Date:
 29-10-2009

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

2008-3314-2 189201 *Antoine Lissowski*
 DGA FINANCE

FILED / RECEIVED

NOV 02 2009

EPIQ BANKRUPTCY SOLUTIONS, LLC

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., *et al.*

Debtors

Chapter 11

Case No. 08-13555 (JMP)

Jointly Administered

ATTACHMENT TO PROOF OF CLAIM OF CNP ASSURANCES

CNP Assurances ("CNP" or "Claimant") by an authorized representative submits this attachment to the proof of claim (the "Claim") against Lehman Brothers Holdings Inc. ("LBHI").

CNP's Claim

1. CNP submits this Claim with respect to certain securities issued or guaranteed by LBHI and as set forth on the Lehman Programs Securities list posted by LBHI on July 17, 2009 in accordance with the Bar Order. Such Lehman Programs Securities include:

<u>ISIN</u>	<u>BLOCKING NUMBER</u>	<u>PARTICIPANT ACCOUNT NUMBER</u>	<u>PRINCIPAL AMOUNT OF ISSUE HELD</u>	<u>AMOUNT OF ACCRUED INTEREST UP TO SEPTEMBER 15, 2008</u>	<u>CLAIM AMOUNT (USD)</u>
XS0128857413	CA60300 CA60303	11207	USD 37,031,800 (EUR 26,000,000)	USD 827,889 (EUR 581,260.27)	37,859,689
XS0183944643	CA60276	11207	USD 42,729,000 (EUR 30,000,000)	USD 1,351,231.46 (EUR 948,698.63)	44,080,231.46

XS0252834576	CA60965 CA60963 CA60969 CA60966	11207	USD 60,247,890 (EUR 42,300,000)	USD 884,736.13 (EUR 621,172.60)	61,132,626.13
XS0300055547	CA60548	11207	USD 14,243,000 (EUR 10,000,000)	USD 18,501.07 (EUR 12,989.59)	14,261,501.07
XS0307745744	CA60835	11207	USD 21,364,500 (EUR 15,000,000)	USD 239,984.79 (EUR 168,493.15)	21,604,484.79
XS0360789951	CA60972	11207	USD 28,486,000 (EUR 20,000,000)	USD 550,677.31 (EUR 386,630.14)	29,036,677.31
XS0364971225	CA60970	11207	USD 28,486,000 (EUR 20,000,000)	USD 472,258.85 (EUR 331,572.60)	28,958,258.85
XS0213454829	CA60855	11207	USD 21,364,500 (EUR 15,000,000)	USD 466,717.91 (EUR 327,682.31)	21,831,217.91
XS0218614567	CA60810 CA60806 CA60832 CA60829	11207	USD 21,364,500 (EUR 15,000,000)	USD 536,453.82 (EUR 376,643.84)	21,900,953.82
XS0223158386	CA60759	11207	USD 42,729,000 (EUR 30,000,000)	USD 558,045.68 (EUR 391,803.47)	43,287,045.68
XS0233752145	CA60791 CA60793 CA60789	11207	USD 14,243,000 (EUR 10,000,000)	USD 494,006.08 (EUR 346,841.31)	14,737,006.08
XS0255988817	CA60805 CA60807	11207	USD 71,215,000 (EUR 50,000,000)	USD 1,481,742.22 (EUR 1,040,330.14)	72,696,742.22

XS0283497005	CA60326 CA60333 CA60320 CA60327 CA60335	11207	USD 98,276,700 (EUR 69,000,000)	USD 2,738,060.16 (EUR 1,922,390.06)	101,014,760.16
XS0330837773	CA60809 CA60813 CA60812 CA60811	11207	USD 56,972,000 (EUR 40,000,000)	USD 2,102,810.94 (EUR 1,476,382.04)	59,074,810.94
XS0356444660	CA60849 CA60848 CA60847 CA60845 CA60844	11207	USD 48,426,200 (EUR 34,000,000)	USD 1,729,275.92 (EUR 1,214,123.37)	50,155,475.92
XS0356444827	CA60973 CA60978 CA60864 CA60863 CA60974 CA60975	11207	USD 42,729,000 (EUR 30,000,000)	USD 1,277,597.1 (EUR 897,000.00)	44,006,597.1
XS0170856115	CA60959	11207	USD 21,364,500 (EUR 15,000,000)	USD 69,705.26 (EUR 48,940.01)	21,434,205.26
TOTAL:	-----	-----	-----	-----	687,072,283.7

Reservation of Rights

2. Claimant expressly reserves the right to amend or supplement this Claim at any time, in any respect and for any reason, including but not limited to, for the purposes of (a) fixing, increasing, or amending the amounts referred to herein, and (b) adding or amending documents and other information and further describing the claims. Claimant does not waive any right to amounts due for any claim asserted herein by not stating a specific amount due for any such claim at this time, and Claimant reserves the right to amend or supplement this proof of claim, if Claimant should deem it necessary or appropriate, to assert and state an amount for any such claim.

3. This Claim is made without prejudice to the filing by Claimant and any related entities of additional proofs of claim for any additional claims against LBHI and its affiliated debtors (the "Debtors") and non-debtor entities affiliated with the Debtors of any kind or nature, including, without limitation, claims for administrative expenses, additional interest, late charges, and related costs and expenses, and any and all other charges and obligations reserved under the applicable documents and other transaction documents, and claims for reimbursement in amounts that are not fully ascertainable.

4. The filing of this Claim is not intended to be and shall not be deemed to be or construed as a waiver or release of any right to claim specific assets; any rights of setoff, recoupment, or counterclaim; or any other right, rights of action, causes of action, or claims, whether existing now or hereinafter arising, that Claimant has or may have against LBHI, its affiliated entities or any other person, or persons, and Claimant expressly reserves all such rights.

5. Nothing herein modifies, alters, amends and/or waives any right Claimant may have under applicable law or any agreement or understanding to assert and recover from LBHI, its affiliated entities or any other person or persons, upon rights, claims, and monies.

6. In executing and filing this claim, Claimant does not submit itself to the jurisdiction of this Court for any other purpose than with respect to this Claim. This Claim is not intended to be, and shall not be construed as (i) an election of remedies, (ii) a waiver of any past, present or future defaults, or (iii) a waiver or limitation of any rights remedies, claims or interests of Claimant.

Notices

7. All notices, communications and distributions with respect to this Claim should be sent to:

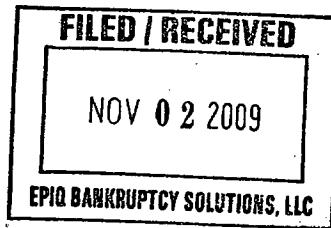
CNP Assurances
Direction des Investissements
Responsable Service Systèmes d'information et administration
4 Place Raoul Dautry
75716 Paris Cedex 15
Telephone: +33 (0)1 42 18 93 57
Attention: Antoine Fromenteze

With a copy to:

Clifford Chance US LLP
31 West 52nd Street
New York, NY 10019
Telephone: (212) 878-8000
Attention: Jennifer C. DeMarco, Esq.
Jennifer B. Premisler, Esq.

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United States Bankruptcy Court/Southern District of New York
 Lehman Brothers Holdings Claims Processing Center
 c/o Epiq Bankruptcy Solutions, LLC
 FDR Station, P.O. Box 5076
 New York, NY 10150-5076

In Re:
 Lehman Brothers Holdings Inc., et al.,
 Debtors.

Chapter 11
 Case No. 08-13555 (JMP)
 (Jointly Administered)

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

LEHMAN SECURITIES PROGRAMS PROOF OF CLAIM

Filed: USBC - Southern District of New York
 Lehman Brothers Holdings Inc., Et Al.
 08-13555 (JMP) 0000063595



THIS SPACE IS FOR COURT USE ONLY

<p>Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)</p> <p>CNP Assurances Direction des Investissements Responsable Service Systèmes d'information et administration 4 Place Raoul Dautry, 75716 Paris Cedex 15 Attention: Antoine Fromenteze Telephone number: +33 (0)1 42 18 93 57 Email Address: antoine.fromenteze@cnp.fr</p>		<p><input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.</p> <p>Court Claim Number: _____ (If known)</p> <p>Filed on: _____</p>
<p>Name and address where payment should be sent (if different from above)</p> <p>Telephone number: _____ Email Address: _____</p>		<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</p>
<p>1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.</p>		
<p>Amount of Claim: \$ <u>see attachment</u> (Required)</p> <p><input checked="" type="checkbox"/> Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.</p>		
<p>2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.</p>		
<p>International Securities Identification Number (ISIN): <u>see attachment</u> (Required)</p>		
<p>3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.</p>		
<p>Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:</p> <p><u>see attachment</u> (Required)</p>		
<p>4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.</p>		
<p>Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:</p> <p><u>see attachment</u> (Required)</p>		
<p>5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.</p>		<p>FILED / RECEIVED</p> <p>NOV 02 2009</p> <p>EPIQ BANKRUPTCY SOLUTIONS, LLC</p>
Date. 29-10-2009	<p>Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.</p> <p>33142189201 <i>Antoine Lissowski</i> DGA FINANCE</p>	
<p>Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571</p>		

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Lehman Brothers Holdings Inc., *et al.*

Debtors

Chapter 11

Case No. 08-13555 (JMP)

Jointly Administered

ATTACHMENT TO PROOF OF CLAIM OF CNP ASSURANCES

CNP Assurances ("CNP" or "Claimant") by an authorized representative submits this attachment to the proof of claim (the "Claim") against Lehman Brothers Holdings Inc. ("LBHI").

CNP's Claim

1. CNP submits this Claim with respect to certain securities issued or guaranteed by LBHI and as set forth on the Lehman Programs Securities list posted by LBHI on July 17, 2009 in accordance with the Bar Order. Such Lehman Programs Securities include:

<u>ISIN</u>	<u>BLOCKING NUMBER</u>	<u>PARTICIPANT ACCOUNT NUMBER</u>	<u>PRINCIPAL AMOUNT OF ISSUE HELD</u>	<u>AMOUNT OF ACCRUED INTEREST UP TO SEPTEMBER 15, 2008</u>	<u>CLAIM AMOUNT (USD)</u>
XS0128857413	CA60300 CA60303	11207	USD 37,031,800 (EUR 26,000,000)	USD 827,889 (EUR 581,260.27)	37,859,689
XS0183944643	CA60276	11207	USD 42,729,000 (EUR 30,000,000)	USD 1,351,231.46 (EUR 948,698.63)	44,080,231.46

XS0252834576	CA60965 CA60963 CA60969 CA60966	11207	USD 60,247,890 (EUR 42,300,000)	USD 884,736.13 (EUR 621,172.60)	61,132,626.13
XS0300055547	CA60548	11207	USD 14,243,000 (EUR 10,000,000)	USD 18,501.07 (EUR 12,989.59)	14,261,501.07
XS0307745744	CA60835	11207	USD 21,364,500 (EUR 15,000,000)	USD 239,984.79 (EUR 168,493.15)	21,604,484.79
XS0360789951	CA60972	11207	USD 28,486,000 (EUR 20,000,000)	USD 550,677.31 (EUR 386,630.14)	29,036,677.31
XS0364971225	CA60970	11207	USD 28,486,000 (EUR 20,000,000)	USD 472,258.85 (EUR 331,572.60)	28,958,258.85
XS0213454829	CA60855	11207	USD 21,364,500 (EUR 15,000,000)	USD 466,717.91 (EUR 327,682.31)	21,831,217.91
XS0218614567	CA60810 CA60806 CA60832 CA60829	11207	USD 21,364,500 (EUR 15,000,000)	USD 536,453.82 (EUR 376,643.84)	21,900,953.82
XS0223158386	CA60759	11207	USD 42,729,000 (EUR 30,000,000)	USD 558,045.68 (EUR 391,803.47)	43,287,045.68
XS0233752145	CA60791 CA60793 CA60789	11207	USD 14,243,000 (EUR 10,000,000)	USD 494,006.08 (EUR 346,841.31)	14,737,006.08
XS0255988817	CA60805 CA60807	11207	USD 71,215,000 (EUR 50,000,000)	USD 1,481,742.22 (EUR 1,040,330.14)	72,696,742.22

XS0283497005	CA60326 CA60333 CA60320 CA60327 CA60335	11207	USD 98,276,700 (EUR 69,000,000)	USD 2,738,060.16 (EUR 1,922,390.06)	101,014,760.16
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XS0356444827	CA60973 CA60978 CA60864 CA60863 CA60974 CA60975	11207	USD 42,729,000 (EUR 30,000,000)	USD 1,277,597.1 (EUR 897,000.00)	44,006,597.1
XS0170856115	CA60959	11207	USD 21,364,500 (EUR 15,000,000)	USD 69,705.26 (EUR 48,940.01)	21,434,205.26
TOTAL:	-----	-----	-----	-----	687,072,283.7

Reservation of Rights

2. Claimant expressly reserves the right to amend or supplement this Claim at any time, in any respect and for any reason, including but not limited to, for the purposes of (a) fixing, increasing, or amending the amounts referred to herein, and (b) adding or amending documents and other information and further describing the claims. Claimant does not waive any right to amounts due for any claim asserted herein by not stating a specific amount due for any such claim at this time, and Claimant reserves the right to amend or supplement this proof of claim, if Claimant should deem it necessary or appropriate, to assert and state an amount for any such claim.

3. This Claim is made without prejudice to the filing by Claimant and any related entities of additional proofs of claim for any additional claims against LBHI and its affiliated debtors (the "Debtors") and non-debtor entities affiliated with the Debtors of any kind or nature, including, without limitation, claims for administrative expenses, additional interest, late charges, and related costs and expenses, and any and all other charges and obligations reserved under the applicable documents and other transaction documents, and claims for reimbursement in amounts that are not fully ascertainable.

4. The filing of this Claim is not intended to be and shall not be deemed to be or construed as a waiver or release of any right to claim specific assets; any rights of setoff, recoupment, or counterclaim; or any other right, rights of action, causes of action, or claims, whether existing now or hereinafter arising, that Claimant has or may have against LBHI, its affiliated entities or any other person, or persons, and Claimant expressly reserves all such rights.

5. Nothing herein modifies, alters, amends and/or waives any right Claimant may have under applicable law or any agreement or understanding to assert and recover from LBHI, its affiliated entities or any other person or persons, upon rights, claims, and monies.

6. In executing and filing this claim, Claimant does not submit itself to the jurisdiction of this Court for any other purpose than with respect to this Claim. This Claim is not intended to be, and shall not be construed as (i) an election of remedies, (ii) a waiver of any past, present or future defaults, or (iii) a waiver or limitation of any rights remedies, claims or interests of Claimant.

Notices

7. All notices, communications and distributions with respect to this Claim should be sent to:

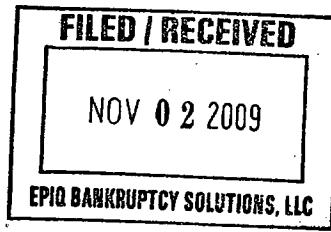
CNP Assurances
Direction des Investissements
Responsable Service Systèmes d'information et administration
4 Place Raoul Dautry
75716 Paris Cedex 15
Telephone: +33 (0)1 42 18 93 57
Attention: Antoine Fromenteze

With a copy to:

Clifford Chance US LLP
31 West 52nd Street
New York, NY 10019
Telephone: (212) 878-8000
Attention: Jennifer C. DeMarco, Esq.
Jennifer B. Premisler, Esq.

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063653



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
Attention: Yi Shu
632 Broadway, 12th Floor
New York, NY 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
(If known)

Filed on: October 30, 2009

Telephone number: 212-466-2175 Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ See attached. (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): See attached. (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

See attached. (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

See attached. (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

Date. 10/30/09 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Alexander Lemond
Director

FILED / RECEIVED

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ERIQ BANKRUPTCY SOLUTIONS, LLC

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 1341 and 1343

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI RAPAX MM L.P.**

1. Claimant. Serengeti Rapax MM L.P. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the beneficial owner of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$31,587,328. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$36,608,470. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.
6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a "Blocking Number") for each Lehman Programs Security for which this claim relates is set forth on Schedule A.
7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.
8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

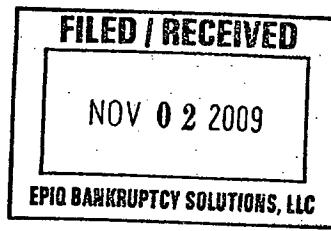
Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Treasury Co. BV	EG5565023	XS0306251967	6053277	90782	1,794,618	1,794,618
Lehman Brothers Treasury Co. BV	EH3426341	XS0359897229	6053278	90782	15,000,000	19,725,192
Lehman Brothers Treasury Co. BV	EG0669051	XS0270984957	6053279	90782	3,560,750	3,617,129
Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053280	90782	1,026,960	1,194,133
Lehman Brothers Treasury Co. BV	EH2554366	XS0352483746	6053281	90782	650,000	679,322
Lehman Brothers Holdings, Inc.	9999XQM07	XS0185590139	6028967	24157	9,555,000	9,598,077
Total					31,587,328	36,608,470

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063653



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
Attention: Yi Shu
632 Broadway, 12th Floor
New York, NY 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
(If known)

Filed on: October 30, 2009

Telephone number: 212-466-2175 Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ See attached. (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): See attached. (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

See attached. (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

See attached. (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

Date. 10/30/09 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Alexander Lemond
Director

FILED / RECEIVED

NOV 02 2009

EPIC BANKRUPTCY SOLUTIONS, LLC

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 1341 and 1343

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI RAPAX MM L.P.**

1. Claimant. Serengeti Rapax MM L.P. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the beneficial owner of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$31,587,328. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$36,608,470. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.
6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a "Blocking Number") for each Lehman Programs Security for which this claim relates is set forth on Schedule A.
7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.
8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

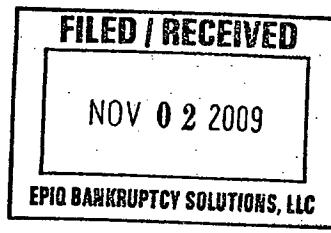
Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Treasury Co. BV	EG5565023	XS0306251967	6053277	90782	1,794,618	1,794,618
Lehman Brothers Treasury Co. BV	EH3426341	XS0359897229	6053278	90782	15,000,000	19,725,192
Lehman Brothers Treasury Co. BV	EG0669051	XS0270984957	6053279	90782	3,560,750	3,617,129
Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053280	90782	1,026,960	1,194,133
Lehman Brothers Treasury Co. BV	EH2554366	XS0352483746	6053281	90782	650,000	679,322
Lehman Brothers Holdings, Inc.	9999XQM07	XS0185590139	6028967	24157	9,555,000	9,598,077
Total					31,587,328	36,608,470

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063653

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI RAPAX MM L.P.**

1. Claimant. Serengeti Rapax MM L.P. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the beneficial owner of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$31,587,328. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$36,608,470. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.
6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a "Blocking Number") for each Lehman Programs Security for which this claim relates is set forth on Schedule A.
7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.
8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

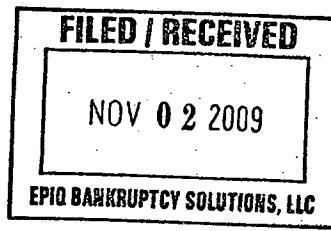
Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Treasury Co. BV	EG5565023	XS0306251967	6053277	90782	1,794,618	1,794,618
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Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053280	90782	1,026,960	1,194,133
Lehman Brothers Treasury Co. BV	EH2554366	XS0352483746	6053281	90782	650,000	679,322
Lehman Brothers Holdings, Inc.	9999XQM07	XS0185590139	6028967	24157	9,555,000	9,598,077
Total					31,587,328	36,608,470

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063653

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI RAPAX MM L.P.**

1. Claimant. Serengeti Rapax MM L.P. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the beneficial owner of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$31,587,328. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$36,608,470. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.
6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a "Blocking Number") for each Lehman Programs Security for which this claim relates is set forth on Schedule A.
7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.
8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Rapax MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

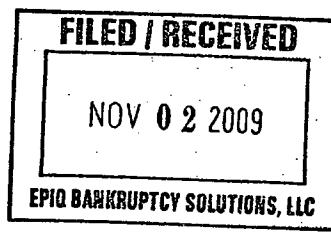
Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Treasury Co. BV	EG5565023	XS0306251967	6053277	90782	1,794,618	1,794,618
Lehman Brothers Treasury Co. BV	EH3426341	XS0359897229	6053278	90782	15,000,000	19,725,192
Lehman Brothers Treasury Co. BV	EG0669051	XS0270984957	6053279	90782	3,560,750	3,617,129
Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053280	90782	1,026,960	1,194,133
Lehman Brothers Treasury Co. BV	EH2554366	XS0352483746	6053281	90782	650,000	679,322
Lehman Brothers Holdings, Inc.	9999XQM07	XS0185590139	6028967	24157	9,555,000	9,598,077
Total					31,587,328	36,608,470

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063654



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)
Creditor) Serengeti Partners LP
c/o Serengeti Asset Management LP
Attention: Yi Shu
632 Broadway, 12th Floor
New York, NY 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number:
(If known)

Filed on: October 30, 2009

Telephone number: 212-466-2175 Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ See attached. (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): See attached. (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

See attached. (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

See attached. (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

Date:
10/30/09

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Alexander Lemond
Authorized Person

FOR COURT USE ONLY

FILED / RECEIVED

NOV 02 2009

EPIQ BANKRUPTCY SOLUTIONS, LLC

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

Y.S.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI PARTNERS L.P.**

1. Claimant. Serengeti Partners L.P. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the holder of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$24,699,829. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$26,021,029. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.

6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Lehman Programs Security for which this claim relates is set forth on Schedule A.

7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an “Account Number”) related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.

8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Partners L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

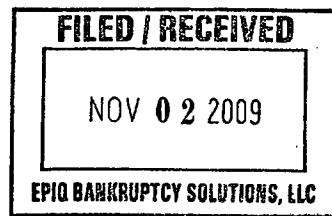
9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Holdings, Inc.	U52400CA1	XS0291967296	6053266	90782	1,891,124	1,915,745
Lehman Brothers Treasury Co. BV	N5215F200	XS0347107673	6053267	90782	2,400,000	2,793,457
Lehman Brothers Treasury Co. BV	N5214K622	XS0306251967	6053268	90782	1,333,145	1,333,145
Lehman Brothers Treasury Co. BV	999BC29F0	XS0323352095	6053269	90782	1,248,655	1,248,655
Lehman Brothers Treasury Co. BV	5BGDSQ0	XS0270984957	6053270	90782	3,560,750	3,617,129
Lehman Brothers Treasury Co. BV	EG3914744	XS0297392770	6053271	90782	3,560,750	3,685,919
Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053272	90782	251,605	292,563
Lehman Brothers Treasury Co. BV	N5215F184	XS0346802050	6053273	90782	569,720	569,720
Lehman Brothers Treasury Co. BV	N5213G200	XS0234203411	6053274	90782	3,703,180	4,191,606
Lehman Brothers Treasury Co. BV	XS0368783477	XS0368783477	6053275	90782	1,403,400	1,586,032
Lehman Brothers Treasury Co. BV	N5212ZCP3	XS0116900928	6053276	90782	4,777,500	4,787,059
Total					24,699,829	26,021,029

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United States Bankruptcy Court/Southern District of New York

Lehman Brothers Holdings Claims Processing Center
c/o EPIQ Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000063661



THIS SPACE IS FOR COURT USE ONLY

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)
Creditor) Serengeti Overseas Ltd.
c/o Serengeti Asset Management LP
Attention: Yi Shu
632 Broadway, 12th Floor
New York, NY 10012

Telephone number: 212-466-2175 Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Telephone number: Email Address:

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: _____
(If known)

Filed on: October 30, 2009

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ See attached. (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): See attached. (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

See attached. (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

See attached. (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

Date. 10/30/09 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the address above. Attach copy of power of attorney, if any.

Alexander Lemond
Director

FOR COURT USE ONLY

FILED / RECEIVED

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EPIQ BANKRUPTCY SOLUTIONS, LLC

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 157

U.S.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

LEHMAN BROTHERS HOLDINGS INC., *et al.*,
Debtors.

Chapter 11 Case

No. 08-13555 (JMP)

(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI OVERSEAS LTD.**

1. Claimant. Serengeti Overseas Ltd. (the "Claimant"), c/o Serengeti Asset Management LP, 632 Broadway, 12th Floor, New York, New York.
2. The Debtor. On September 18, 2008 (the "Petition Date"), Lehman Brothers Holdings, Inc. filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"). This Proof of Claim is being filed against Lehman Brothers Holdings Inc. Case No. 08-13555 (JMP) on account of Lehman Program Securities (as defined in that certain Order Pursuant to Section 502(b)(9) of the Bankruptcy Code and Bankruptcy Rule 2003(c)(3) Establishing the Deadline for Filing Proofs of Claim, Approving the Form and Manner of Notice Thereof and Approving the Proof of Claim Form entered by the Bankruptcy Court on July 2, 2009) issued or guaranteed by Lehman Brothers Holdings Inc.
3. Basis for Claim. Claimant is the beneficial owner of the Lehman Program Securities set forth on Schedule A attached hereto. Each of the Lehman Program Securities set forth on Schedule A are either issued by or guaranteed by Lehman Brothers Holdings Inc.
4. Amount of Claim. The total principal amount of Claimant's claim based on its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$35,522,157. The total claim amount including prepetition interest due Claimant on

account of its Lehman Programs Securities as of September 15, 2008 using exchange rates in effect as of such date equals \$37,422,950. Schedule A provides the claim amounts for each Lehman Programs Security to which this claim relates. The Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

5. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Lehman Program Security for which this claim relates is set forth on Schedule A.

6. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Lehman Programs Security for which this claim relates is set forth on Schedule A.

7. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an “Account Number”) related to each Lehman Programs Securities for which this claim relates is set forth on Schedule A.

8. Notices. All notices to Claimant concerning this Proof of Claim should be sent to:

Serengeti Overseas Ltd.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Michael Friedman, Esq.

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

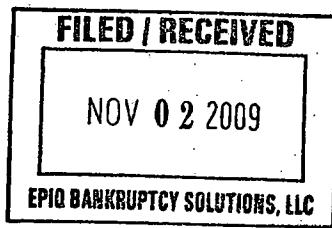
9. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtors or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Lehman Program Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Lehman Program Security which is the subject of this proof of claim.

Schedule A

Lehman Program Security Issuer	CUSIP	ISIN	Blocking Number	Account Number	Principal Amount of Holdings (in US\$)	Total Claim Amount (in US\$)
Lehman Brothers Treasury Co. BV	N5215F200	XS0347107673	6053257	90782	3,600,000	4,190,186
Lehman Brothers Treasury Co. BV	N5214K622	XS0306251967	6053258	90782	1,999,717	1,999,717
Lehman Brothers Treasury Co. BV	999BC29F0	XS0323352095	6053259	90782	2,739,385	2,739,385
Lehman Brothers Treasury Co. BV	EG3914744	XS0297392770	6053260	90782	3,560,750	3,685,919
Lehman Brothers Treasury Co. BV	N5214HAB4	XS0298692434	6053261	90782	775,355	901,570
Lehman Brothers Treasury Co. BV	N5215F184	XS0346802050	6053262	90782	854,580	854,580
Lehman Brothers Treasury Co. BV	N5213G200	XS0234203411	6053263	90782	5,554,770	6,287,409
Lehman Brothers Treasury Co. BV	XS0368783477	XS0368783477	6053264	90782	2,105,100	2,379,048
Lehman Brothers Treasury Co. BV	N5212ZCP3	XS0116900928	6053265	90782	4,777,500	4,787,059
Lehman Brothers Holdings, Inc.	9999XQM07	XS0185590139	6028966	24157	9,555,000	9,598,077
Total					35,522,157	37,422,950

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Penalty for presenting fraudulent claim. Fine of up to \$500,000 or imprisonment for up to 5 years, or both. (G.S. 152-1 and 3571)

By: Wai-Yen Lau, Director

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to S. District of Columbia 10/04/2010 152
OCT 4 2010
EPIQ BANKRUPTCY SOLUTIONS, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:
LEHMAN BROTHERS HOLDINGS INC, *et, al.*,
Debtors.

Chapter 11 Case
No. 08-13555 (JMP)
(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI PARTNERS LP**

Amends those portions of Claim No. 55829 owned by Serengeti Partners LP

1. Claimant: Serengeti Partners LP (“Claimant”).
2. Debtor: On September 15, 2008 (the “Petition Date”), Lehman Brothers Holdings Inc. (“Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Court”).
3. Amendment: Proof of Claim No. 55829 (“Original Proof of Claim”) was filed on October 29, 2009. This amended proof of claim (“Amended Proof of Claim”) relates solely to those portions of the Original Proof of Claim acquired by Claimant and is being filed for the limited purpose of ensuring that the claim amount is denominated in U.S. dollars. Claimant incorporates herein by reference all information included in and any supporting documentation filed with the Original Proof of Claim.
4. Basis for Claim. Claimant is the beneficial owner of the Lehman programs securities set forth on Schedule A attached hereto (the “Claimant Lehman Programs Securities”). Each of the Claimant Lehman Programs Securities set forth on Schedule A were guaranteed by Debtor.

5. Amount of Claim. As of the Petition Date, the claim against Debtor under its guarantee of the Claimant Lehman Programs Securities was **\$17,046,521.24** (the “Claim”). Schedule A provides the amounts of the Claim attributable each Claimant Lehman Programs Security. Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

6. Acquisition of portion of the Claim from Credit Suisse Securities (USA) LLC. Claimant previously acquired a portion of the Claim and the corresponding Claimant Lehman Programs Securities from Credit Suisse Securities (USA) LLC (“CS USA”) pursuant to a transfer agreement, and on February 10, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Securities acquired from CS USA are identified in Schedule A with “CS USA” listed as the “Seller”.

7. Acquisition of remainder of the Claim from Deutsche Bank. Claimant acquired the remaining portion of the Claim and the corresponding Claimant Lehman Programs Security from Deutsche Bank AG, London Branch (“Deutsche Bank”) pursuant to a transfer agreement, and on June 11, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Security acquired from Deutsche Bank is identified in Schedule A with “Deutsche Bank” listed as the “Seller”.

8. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

9. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

10. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an “Account Number”) for each Claimant Lehman Programs Securities relating to this claim is set forth on Schedule A.

11. Notices. All notices to Claimant concerning this Amended Proof of Claim should be sent to:

Serengeti Partners LP
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Managing Clerk

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

12. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Amended Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Amended Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Amended Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtor or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Claimant Lehman Programs Security which is the subject of this proof of claim; or (viii) a waiver of

Claimant's right to seek post-petition interest relating to any Claimant Lehman Programs Security which is the subject of this proof of claim.

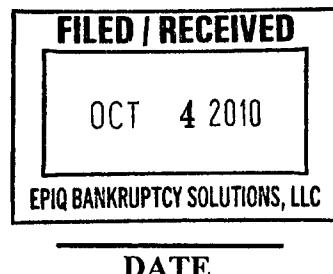
Schedule A

Seller	Issuer	Guarantor	ISIN	Blocking Number	Account Number	Principal Amount (local currency)	Principal Amount (in US\$)
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0246082043	9494574	94285	EUR 219,780.00	313,032.65
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0325550472	9494636	94285	CHF 1,334,308.80	1,195,807.55
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0328873681	9494640	94285	CHF 1,093,690.40	980,165.34
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0336151088	9494545	94285	EUR 360,764.80	513,837.30
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0262353831	9494605	94285	EUR 275,132.00	391,870.51
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0204933997	9494558	94285	USD 257,875.20	257,875.20
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0234123650	9494595	94285	CHF 1,040,943.20	932,893.30
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0248620899	9494623	94285	CHF 4,157,912.00	3,726,320.73
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0251180906	9494624	94285	CHF 3,239,394.40	2,903,145.26
Deutsche Bank	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0200265709	9494617	94285	CHF 6,507,000.00	5,831,573.40
Total							17,046,521.24

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Ulises Paez
RECEIVED BY:



DATE

3:15 pm
TIME

United States Bankruptcy Court/Southern District of New York
 Lehman Brothers Holdings Claims Processing Center
 c/o Epiq Bankruptcy Solutions, LLC
 FDR Station, P.O. Box 5076
 New York, NY 10150-5076

**LEHMAN SECURITIES PROGRAMS
 PROOF OF CLAIM**

In Re:
 Lehman Brothers Holdings Inc., et al.,
 Debtors.

Chapter 11
 Case No. 08-13555 (JMP)
 (Jointly Administered)

Filed: USBC - Southern District of New York
 Lehman Brothers Holdings Inc., Et Al.
 08-13555 (JMP) 0000067115

Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009



Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

Serengeti Partners LP
 c/o Serengeti Asset Management LP
 632 Broadway, 12th Floor
 Attention: Yi Shu
 New York, New York 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: 55829
 (If known)

Filed on: 10/29/09

Telephone number: Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ 17,046,521.24 (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): please see attached (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

please see attached (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

94285 (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

Date: 10/11/10 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Wai-Yen Lan (Signature) *152 and 3571* (Address)

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.

By: Wai-Yen Lan, Director

FILED / RECEIVED

OCT 4 2010

EPIQ BANKRUPTCY SOLUTIONS, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:
LEHMAN BROTHERS HOLDINGS INC, *et, al.*,
Debtors.

Chapter 11 Case
No. 08-13555 (JMP)
(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI PARTNERS LP**

Amends those portions of Claim No. 55829 owned by Serengeti Partners LP

1. Claimant: Serengeti Partners LP (“Claimant”).
2. Debtor: On September 15, 2008 (the “Petition Date”), Lehman Brothers Holdings Inc. (“Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Court”).
3. Amendment: Proof of Claim No. 55829 (“Original Proof of Claim”) was filed on October 29, 2009. This amended proof of claim (“Amended Proof of Claim”) relates solely to those portions of the Original Proof of Claim acquired by Claimant and is being filed for the limited purpose of ensuring that the claim amount is denominated in U.S. dollars. Claimant incorporates herein by reference all information included in and any supporting documentation filed with the Original Proof of Claim.
4. Basis for Claim. Claimant is the beneficial owner of the Lehman programs securities set forth on Schedule A attached hereto (the “Claimant Lehman Programs Securities”). Each of the Claimant Lehman Programs Securities set forth on Schedule A were guaranteed by Debtor.

5. Amount of Claim. As of the Petition Date, the claim against Debtor under its guarantee of the Claimant Lehman Programs Securities was **\$17,046,521.24** (the “Claim”). Schedule A provides the amounts of the Claim attributable each Claimant Lehman Programs Security. Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

6. Acquisition of portion of the Claim from Credit Suisse Securities (USA) LLC. Claimant previously acquired a portion of the Claim and the corresponding Claimant Lehman Programs Securities from Credit Suisse Securities (USA) LLC (“CS USA”) pursuant to a transfer agreement, and on February 10, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Securities acquired from CS USA are identified in Schedule A with “CS USA” listed as the “Seller”.

7. Acquisition of remainder of the Claim from Deutsche Bank. Claimant acquired the remaining portion of the Claim and the corresponding Claimant Lehman Programs Security from Deutsche Bank AG, London Branch (“Deutsche Bank”) pursuant to a transfer agreement, and on June 11, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Security acquired from Deutsche Bank is identified in Schedule A with “Deutsche Bank” listed as the “Seller”.

8. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

9. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

10. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an “Account Number”) for each Claimant Lehman Programs Securities relating to this claim is set forth on Schedule A.

11. Notices. All notices to Claimant concerning this Amended Proof of Claim should be sent to:

Serengeti Partners LP
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Managing Clerk

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

12. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Amended Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Amended Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Amended Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtor or any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Claimant Lehman Programs Security which is the subject of this proof of claim; or (viii) a waiver of

Claimant's right to seek post-petition interest relating to any Claimant Lehman Programs Security which is the subject of this proof of claim.

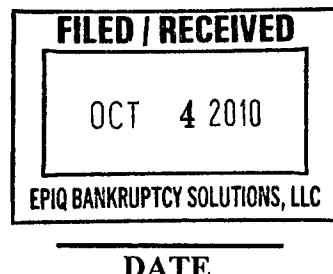
Schedule A

Seller	Issuer	Guarantor	ISIN	Blocking Number	Account Number	Principal Amount (local currency)	Principal Amount (in US\$)
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0246082043	9494574	94285	EUR 219,780.00	313,032.65
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0325550472	9494636	94285	CHF 1,334,308.80	1,195,807.55
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0328873681	9494640	94285	CHF 1,093,690.40	980,165.34
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0336151088	9494545	94285	EUR 360,764.80	513,837.30
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0262353831	9494605	94285	EUR 275,132.00	391,870.51
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0204933997	9494558	94285	USD 257,875.20	257,875.20
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0234123650	9494595	94285	CHF 1,040,943.20	932,893.30
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0248620899	9494623	94285	CHF 4,157,912.00	3,726,320.73
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0251180906	9494624	94285	CHF 3,239,394.40	2,903,145.26
Deutsche Bank	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0200265709	9494617	94285	CHF 6,507,000.00	5,831,573.40
Total							17,046,521.24

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Ulises Paez
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DATE

3:15 pm
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United States Bankruptcy Court/Southern District of New York
Lehman Brothers Holdings Claims Processing Center
c/o Epiq Bankruptcy Solutions, LLC
FDR Station, P.O. Box 5076
New York, NY 10150-5076

LEHMAN SECURITIES PROGRAMS
PROOF OF CLAIM

In Re:
Lehman Brothers Holdings Inc., et al.,
Debtors.

Chapter 11
Case No. 08-13555 (JMP)
(Jointly Administered)

Filed: USBC - Southern District of New York
Lehman Brothers Holdings Inc., Et Al.
08-13555 (JMP) 0000067116



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

Serengeti Overseas MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: 55829
(If known)

Filed on: 10/29/09

Telephone number: Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ 36,317,996.16 (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): please see attached (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

please see attached (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

94285 (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

Date. 10/11/10 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 151 and 152.

By: Wai-Yen Lau, Director

FILED / RECEIVED

OCT 4 2010

EPIQ BANKRUPTCY SOLUTIONS, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:
LEHMAN BROTHERS HOLDINGS INC, *et, al.*,
Debtors.

Chapter 11 Case
No. 08-13555 (JMP)
(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI OVERSEAS MM L.P.**

Amends those portions of Claim No. 55829 owned by Serengeti Overseas MM L.P.

1. Claimant: Serengeti Overseas MM L.P. (“Claimant”).
2. Debtor: On September 15, 2008 (the “Petition Date”), Lehman Brothers Holdings Inc. (“Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Court”).
3. Amendment: Proof of Claim No. 55829 (“Original Proof of Claim”) was filed on October 29, 2009. This amended proof of claim (“Amended Proof of Claim”) relates solely to those portions of the Original Proof of Claim acquired by Claimant and is being filed for the limited purpose of ensuring that the claim amount is denominated in U.S. dollars. Claimant incorporates herein by reference all information included in and any supporting documentation filed with the Original Proof of Claim.
4. Basis for Claim. Claimant is the beneficial owner of the Lehman programs securities set forth on Schedule A attached hereto (the “Claimant Lehman Programs Securities”). Each of the Claimant Lehman Programs Securities set forth on Schedule A were guaranteed by Debtor.

5. Amount of Claim. As of the Petition Date, the claim against Debtor under its guarantee of the Claimant Lehman Programs Securities was **\$36,317,996.16** (the “Claim”). Schedule A provides the amounts of the Claim attributable each Claimant Lehman Programs Security. Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

6. Acquisition of portion of the Claim from Credit Suisse Securities (USA) LLC. Claimant previously acquired a portion (the “CS USA Portion”) of the Claim and the corresponding Claimant Lehman Programs Securities from Serengeti Overseas Ltd. pursuant to a transfer agreement, and on October 1, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. Serengeti Overseas Ltd. previously acquired the CS USA Portion of the Claim and the corresponding Claimant Lehman Programs Securities from Credit Suisse Securities (USA) LLC (“CS USA”) pursuant to a transfer agreement, and on February 10, 2010, Serengeti Overseas Ltd. filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The CS USA Portion of the Claim and the corresponding Claimant Lehman Programs Securities acquired from CS USA are identified in Schedule A with “CS USA” listed as the “Seller”.

7. Acquisition of remainder of the Claim from Deutsche Bank. Claimant acquired the remaining portion of the Claim and the corresponding Claimant Lehman Programs Security from Deutsche Bank AG, London Branch (“Deutsche Bank”) pursuant to a transfer agreement, and on June 11, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Security acquired from Deutsche Bank is identified in Schedule A with “Deutsche Bank” listed as the “Seller”.

8. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

9. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

10. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") for each Claimant Lehman Programs Securities relating to this claim is set forth on Schedule A.

11. Notices. All notices to Claimant concerning this Amended Proof of Claim should be sent to:

Serengeti Overseas MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Managing Clerk

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

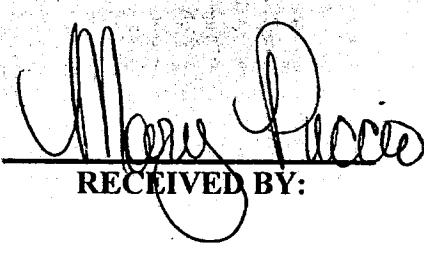
12. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Amended Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Amended Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Amended Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtor or

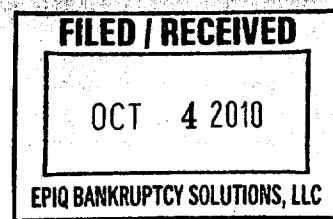
any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Claimant Lehman Programs Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Claimant Lehman Programs Security which is the subject of this proof of claim.

Schedule A

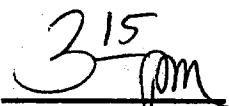
Seller	Issuer	Guarantor	ISIN	Blocking Number	Account Number	Principal Amount (local currency)	Principal Amount (in US\$)
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0246082043	9494574	94285	EUR 455,220.00	648,369.85
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0325550472	9494636	94285	CHF 2,763,691.20	2,476,820.05
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0328873681	9494640	94285	CHF 2,265,309.60	2,030,170.46
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0336151088	9494545	94285	EUR 747,235.20	1,064,287.10
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0262353831	9494605	94285	EUR 569,868.00	811,662.99
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0204933997	9494558	94285	USD 534,124.80	534,124.80
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0234123650	9494595	94285	CHF 2,156,056.80	1,932,258.10
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0248620899	9494623	94285	CHF 8,612,088.00	7,718,153.27
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0251180906	9494624	94285	CHF 6,709,605.60	6,013,148.54
Deutsche Bank	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0200265709	9494617	94285	CHF 14,605,000.00	13,089,001.00
Total							36,317,996.16

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United States Bankruptcy Court/Southern District of New York
 Lehman Brothers Holdings Claims Processing Center
 c/o Epiq Bankruptcy Solutions, LLC
 FDR Station, P.O. Box 5076
 New York, NY 10150-5076

**LEHMAN SECURITIES PROGRAMS
 PROOF OF CLAIM**

In Re:
 Lehman Brothers Holdings Inc., et al.,
 Debtors.

Chapter 11
 Case No. 08-13555 (JMP)
 (Jointly Administered)

Filed: USBC - Southern District of New York
 Lehman Brothers Holdings Inc., Et Al,
 08-13555 (JMP) 0000067116



Note: This form may not be used to file claims other than those based on Lehman Programs Securities as listed on <http://www.lehman-docket.com> as of July 17, 2009

Name and address of Creditor: (and name and address where notices should be sent if different from Creditor)

Serengeti Overseas MM L.P.
 c/o Serengeti Asset Management LP
 632 Broadway, 12th Floor
 Attention: Yi Shu
 New York, New York 10012

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: 55829
 (If known)

Filed on: 10/29/09

Telephone number: Email Address: yshu@serengeti-am.com

Name and address where payment should be sent (if different from above)

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number: Email Address:

1. Provide the total amount of your claim based on Lehman Programs Securities. Your claim amount must be the amount owed under your Lehman Programs Securities as of September 15, 2008, whether you owned the Lehman Programs Securities on September 15, 2008 or acquired them thereafter, and whether such claim matured or became fixed or liquidated before or after September 15, 2008. The claim amount must be stated in United States dollars, using the exchange rate as applicable on September 15, 2008. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the claim amounts for each Lehman Programs Security to which this claim relates.

Amount of Claim: \$ 36,317,996.16 (Required)

Check this box if the amount of claim includes interest or other charges in addition to the principal amount due on the Lehman Programs Securities.

2. Provide the International Securities Identification Number (ISIN) for each Lehman Programs Security to which this claim relates. If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the ISINs for the Lehman Programs Securities to which this claim relates.

International Securities Identification Number (ISIN): please see attached (Required)

3. Provide the Clearstream Bank Blocking Number, a Euroclear Bank Electronic Reference Number, or other depository blocking reference number, as appropriate (each, a "Blocking Number") for each Lehman Programs Security for which you are filing a claim. You must acquire a Blocking Number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). If you are filing this claim with respect to more than one Lehman Programs Security, you may attach a schedule with the Blocking Numbers for each Lehman Programs Security to which this claim relates.

Clearstream Bank Blocking Number, Euroclear Bank Electronic Instruction Reference Number and or other depository blocking reference number:

please see attached (Required)

4. Provide the Clearstream Bank, Euroclear Bank or other depository participant account number related to your Lehman Programs Securities for which you are filing this claim. You must acquire the relevant Clearstream Bank, Euroclear Bank or other depository participant account number from your accountholder (i.e. the bank, broker or other entity that holds such securities on your behalf). Beneficial holders should not provide their personal account numbers.

Accountholders Euroclear Bank, Clearstream Bank or Other Depository Participant Account Number:

94285 (Required)

5. Consent to Euroclear Bank, Clearstream Bank or Other Depository: By filing this claim, you consent to, and are deemed to have authorized, Euroclear Bank, Clearstream Bank or other depository to disclose your identity and holdings of Lehman Programs Securities to the Debtors for the purpose of reconciling claims and distributions.

FOR COURT USE ONLY

Date. 10/11/10 Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 151 and 152.

By: Wai-Yen Lau, Director

FILED / RECEIVED

OCT 4 2010

EPIQ BANKRUPTCY SOLUTIONS, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:
LEHMAN BROTHERS HOLDINGS INC, *et, al.*,
Debtors.

Chapter 11 Case
No. 08-13555 (JMP)
(Jointly Administered)

**ADDENDUM TO AMENDED PROOF OF CLAIM OF
SERENGETI OVERSEAS MM L.P.**

Amends those portions of Claim No. 55829 owned by Serengeti Overseas MM L.P.

1. Claimant: Serengeti Overseas MM L.P. (“Claimant”).
2. Debtor: On September 15, 2008 (the “Petition Date”), Lehman Brothers Holdings Inc. (“Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the “Court”).
3. Amendment: Proof of Claim No. 55829 (“Original Proof of Claim”) was filed on October 29, 2009. This amended proof of claim (“Amended Proof of Claim”) relates solely to those portions of the Original Proof of Claim acquired by Claimant and is being filed for the limited purpose of ensuring that the claim amount is denominated in U.S. dollars. Claimant incorporates herein by reference all information included in and any supporting documentation filed with the Original Proof of Claim.
4. Basis for Claim. Claimant is the beneficial owner of the Lehman programs securities set forth on Schedule A attached hereto (the “Claimant Lehman Programs Securities”). Each of the Claimant Lehman Programs Securities set forth on Schedule A were guaranteed by Debtor.

5. Amount of Claim. As of the Petition Date, the claim against Debtor under its guarantee of the Claimant Lehman Programs Securities was **\$36,317,996.16** (the “Claim”). Schedule A provides the amounts of the Claim attributable each Claimant Lehman Programs Security. Claimant reserves the right to claim all amounts due in respect of any legal fees or expenses, charges or post-petition interest to the extent allowed by law.

6. Acquisition of portion of the Claim from Credit Suisse Securities (USA) LLC. Claimant previously acquired a portion (the “CS USA Portion”) of the Claim and the corresponding Claimant Lehman Programs Securities from Serengeti Overseas Ltd. pursuant to a transfer agreement, and on October 1, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. Serengeti Overseas Ltd. previously acquired the CS USA Portion of the Claim and the corresponding Claimant Lehman Programs Securities from Credit Suisse Securities (USA) LLC (“CS USA”) pursuant to a transfer agreement, and on February 10, 2010, Serengeti Overseas Ltd. filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The CS USA Portion of the Claim and the corresponding Claimant Lehman Programs Securities acquired from CS USA are identified in Schedule A with “CS USA” listed as the “Seller”.

7. Acquisition of remainder of the Claim from Deutsche Bank. Claimant acquired the remaining portion of the Claim and the corresponding Claimant Lehman Programs Security from Deutsche Bank AG, London Branch (“Deutsche Bank”) pursuant to a transfer agreement, and on June 11, 2010, Claimant filed an evidence of the transfer pursuant to Rule 3001(e) of the Federal Rules of Bankruptcy Procedure. The portion of the Claim and the corresponding Claimant Lehman Programs Security acquired from Deutsche Bank is identified in Schedule A with “Deutsche Bank” listed as the “Seller”.

8. International Securities Identification Number (ISIN). The International Securities Identification Number (ISIN) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

9. Clearstream/Euroclear Information. The Clearstream Bank Blocking Number or Euroclear Bank Electronic Reference Number (each, a “Blocking Number”) for each Claimant Lehman Programs Security relating to this Claim is set forth on Schedule A.

10. Clearstream/Euroclear Account Number. The Clearstream Bank or Euroclear Bank depository participant account number (each, an "Account Number") for each Claimant Lehman Programs Securities relating to this claim is set forth on Schedule A.

11. Notices. All notices to Claimant concerning this Amended Proof of Claim should be sent to:

Serengeti Overseas MM L.P.
c/o Serengeti Asset Management LP
632 Broadway, 12th Floor
Attention: Yi Shu
New York, New York 10012
Email Address: yshu@serengeti-am.com

with a copy to:

Richards Kibbe & Orbe LLP
One World Financial Center
New York, New York 10281
Attention: Managing Clerk

The request for notices to be sent to Richards Kibbe & Orbe LLP shall not be deemed authorization of Richards Kibbe & Orbe LLP to accept service of process on behalf of Claimant.

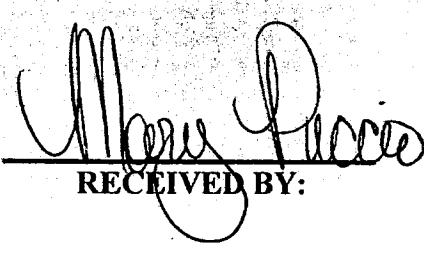
12. Amendments/Reservation of Rights. Claimant shall have the right to amend or supplement this Amended Proof of Claim and to file additional proofs of claim for additional claims which may be based on the same or additional documents. The execution and filing of this Amended Proof of Claim is not: (i) a waiver or release of Claimant's rights against any person, entity or property; (ii) a consent by Claimant to the jurisdiction of this Court with respect to the subject matter of the Claim or any objection or other proceeding commenced in the above-captioned cases (or any jointly administered case) against or otherwise involving Claimant; (iii) a waiver of the right to move to withdraw the reference or otherwise to challenge the jurisdiction of this Court with respect to the subject matter of this Amended Proof of Claim, any objections or other proceedings commenced with respect thereto or any other proceeding commenced in this case (or any jointly administered case) against or otherwise involving Claimant; (iv) an election of remedy; (v) a waiver of any rights or claims Claimant may have against the Debtor or

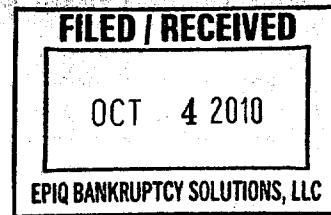
any person or entity with respect to any pending or future litigation or to any matters related to such litigation; (vi) a waiver of any past, present or future defaults or events of default; (vii) a waiver of Claimant's right to seek payment as an administrative expense relating to any Claimant Lehman Programs Security which is the subject of this proof of claim; or (viii) a waiver of Claimant's right to seek post-petition interest relating to any Claimant Lehman Programs Security which is the subject of this proof of claim.

Schedule A

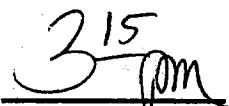
Seller	Issuer	Guarantor	ISIN	Blocking Number	Account Number	Principal Amount (local currency)	Principal Amount (in US\$)
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0246082043	9494574	94285	EUR 455,220.00	648,369.85
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0325550472	9494636	94285	CHF 2,763,691.20	2,476,820.05
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0328873681	9494640	94285	CHF 2,265,309.60	2,030,170.46
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0336151088	9494545	94285	EUR 747,235.20	1,064,287.10
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0262353831	9494605	94285	EUR 569,868.00	811,662.99
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0204933997	9494558	94285	USD 534,124.80	534,124.80
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0234123650	9494595	94285	CHF 2,156,056.80	1,932,258.10
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0248620899	9494623	94285	CHF 8,612,088.00	7,718,153.27
CS USA	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0251180906	9494624	94285	CHF 6,709,605.60	6,013,148.54
Deutsche Bank	Lehman Brothers Treasury Co. BV	Lehman Brothers Holdings Inc.	XS0200265709	9494617	94285	CHF 14,605,000.00	13,089,001.00
Total							36,317,996.16

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